Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation
THE KOEPFGEN FOUNDATION
C/O THOMAS A. KORMAN

A Employer identification number
36-3748470

Number and street (or P O box number if mail is not delivered to street address) 222 N. LASALLE STREET
Room/suite 800

B Telephone number (see page 10 of the instructions) (312) 236-3003

City or town, state, and ZIP code
CHICAGO, IL 60601

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 984,749.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts grants etc , received (attach schedule)	134.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	18,089.	18,089.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	268,824.			
	b Gross sales price for all assets on line 6a 1,068,365.				
	7 Capital gain net income (from Part IV, line 2)		268,824.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-28.	-28.		ATCH 2
	12 Total Add lines 1 through 11	287,019.	286,885.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	7,549.	0.	0.	0.
	c Other professional fees (attach schedule)				
	17 Interest ATTACHMENT 4	5,336.	5,336.		
	18 Taxes (attach schedule) (see page 14 of the instructions) **	5,678.	417.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	18,559.	18,559.		
	24 Total operating and administrative expenses. Add lines 13 through 23	37,122.	24,312.	0.	0.
	25 Contributions, gifts, grants paid	36,330.			36,330.
	26 Total expenses and disbursements. Add lines 24 and 25	73,452.	24,312.	0.	36,330.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	213,567.			
	b Net investment income (if negative, enter -0-)		262,573.		
	c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	45,157.	26,619.	26,619.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 7	746,735.		
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 8	0.	949,332.	949,332.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 9)	14,059.	8,798.	8,798.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	805,951.	984,749.	984,749.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	805,951.	984,749.	
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	805,951.	984,749.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	805,951.	984,749.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	805,951.
2	Enter amount from Part I, line 27a	2	213,567.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,019,518.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 10	5	34,769.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	984,749.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 268,824.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 . . . 3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	97,626.	604,043.	0.161621
2008	76,055.	842,403.	0.090283
2007	63,525.	847,295.	0.074974
2006	102,624.	667,734.	0.153690
2005	72,537.	665,273.	0.109033

2	**Total** of line 1, column (d)	2	0.589601
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.117920
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	963,597.
5	Multiply line 4 by line 3	5	113,627.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,626.
7	Add lines 5 and 6	7	116,253.
8	Enter qualifying distributions from Part XII, line 4	8	36,330.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,251.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	5,251.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	5,251.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 6,867.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 5,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	11,867.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	6,616.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 6,616. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ IL,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THOMAS KORMAN Telephone no ▶ 312-236-3003

Located at ▶ 222 N. LASALLE ST., STE 800 CHICAGO, IL ZIP + 4 ▶ 60601

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes [ ] No [X]		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	Yes [ ] No [X]		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	Yes [ ] No [X]		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	Yes [ ] No [X]		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ [X]			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If "Yes," attach the statement required by Regulations section 53 4945-5(d)*	Yes [ ] No [ ]		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [ ] No [X]		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [ ] No [X]		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 11		0.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	221,065.
b	Average of monthly cash balances	1b	44,762.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	712,444.
d	**Total** (add lines 1a, b, and c)	1d	978,271.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	978,271.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	14,674.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	963,597.
6	**Minimum investment return.** Enter 5% of line 5	6	48,180.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	48,180.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,251.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,251.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	42,929.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	42,929.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	42,929.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	36,330.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	36,330.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	36,330.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				42,929.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08 ,20 07 ,20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005 — 39,677.				
b From 2006 — 74,089.				
c From 2007 — 30,756.				
d From 2008 — 37,024.				
e From 2009 — 67,465.				
f Total of lines 3a through e	249,011.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 36,330.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				36,330.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	6,599.			6,599.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	242,412.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	33,078.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	209,334.			
10 Analysis of line 9				
a Excess from 2006 — 74,089.				
b Excess from 2007 — 30,756.				
c Excess from 2008 — 37,024.				
d Excess from 2009 — 67,465.				
e Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

BRUCE KOEPFGEN

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 12				
Total . . . . . . ▶ 3a				36,330.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					

13 Total. Add line 12, columns (b), (d), and (e) 13

(See worksheet in line 13 instructions on page 29 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Thomas A Kuhn | 11/16/11 | V.P.

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH M. [illegible]		11/10/11		P00104520
Firm's name ▶ GOULD & RATNER LLP			Firm's EIN ▶ 36-2130566	
Firm's address ▶ 222 N. LASALLE ST., STE. 800 CHICAGO, IL 60601-1086			Phone no 312-236-3003	

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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					5,734.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					9,373.	
		6,143 SHS THERMO FISHER SCIENTIFIC INC PROPERTY TYPE: SECURITIES				D	VARIOUS	04/26/2010
332,025.		266,422.					65,603.	
		GS #34427 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
175,691.		147,062.					28,629.	
		GS #34427 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
144,115.		101,739.					42,376.	
		GS #34426 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
70,853.		58,762.					12,091.	
		GS #34426 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
170,403.		118,510.					51,893.	
		GS #34425 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
49,630.		35,589.					14,041.	
		GS #34425 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
110,541.		59,974.					50,567.	
		GRESHAM GLOBAL EQUITY STRATEGIES, LP - S PROPERTY TYPE: OTHER				P		
0.		6,890.					-6,890.	
		GRESHAM GLOBAL EQUITY STRATEGIES, LP - S PROPERTY TYPE: OTHER				P		
0.		4,593.					-4,593.	
TOTAL GAIN(LOSS)							268,824.	

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	28 628 80	Net Long Term Gains (Losses)	42,375 80	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**28,628.80**	**Total Long Term Gains (Losses)**	**42,375.80**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/02/2009	01/07/2010	127 00	5,955 87	0 00	4,425 95	1,529 92
ST JUDE MEDICAL INC CMN (790849103)	04/02/2009	01/19/2010	42 00	1,628 36	0 00	1,530 48	97 88
ST JUDE MEDICAL INC CMN (790849103)	04/02/2009	01/20/2010	23 00	884 60	0 00	838 12	46 48
ST JUDE MEDICAL INC CMN (790849103)	06/17/2009	01/20/2010	42 00	1,615 35	0 00	1,649 21	(33 86)
CVS CAREMARK CORPORATION CMN (126650100)	04/02/2009	01/21/2010	65 00	2,177 33	0 00	1,868 75	308 58
QUALCOMM INC CMN (747525103)	04/02/2009	02/08/2010	153 00	5,796 61	0 00	6,116 94	(320 33)
QUALCOMM INC CMN (747525103)	07/23/2009	02/08/2010	23 00	871 39	0 00	1,064 35	(192 97)
WESTERN UNION COMPANY (THE) CMN (959802109)	04/02/2009	02/08/2010	221 00	3,614 65	0 00	2,835 81	778 84
WESTERN UNION COMPANY (THE) CMN (959802109)	04/02/2009	02/09/2010	222 00	3,578 68	0 00	2,848 64	730 04
PHARMACEUTICAL PRODUCT DEVELOPMENT INC (717124101)	04/02/2009	02/10/2010	116 00	2,454 50	0 00	2,757 32	(302 82)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	05/05/2009	03/08/2010	15 00	751 24	0 00	407 48	343 76
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	05/15/2009	03/08/2010	54 00	2,704 47	0 00	1,389 74	1,314 73
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/02/2009	03/19/2010	53 00	2,680 36	0 00	1,847 05	833 31
GENZYME CORP CMN (372917104)	04/02/2009	03/25/2010	98 00	5,025 31	0 00	5,623 91	(598 60)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/02/2009	03/29/2010	13 00	655 22	0 00	453 05	202 17
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	02/08/2010	03/29/2010	38 00	1,915 25	0 00	1,747 84	167 41
SEI INVESTMENTS CO CMN (784117103)	04/02/2009	03/29/2010	37 00	797 43	0 00	472 01	325 42
SEI INVESTMENTS CO CMN (784117103)	04/02/2009	03/30/2010	63 00	1,373 30	0 00	803 69	569 61
STATE STREET CORPORATION (NEW) CMN (857477103)	05/19/2009	04/06/2010	36 00	1,662 49	0 00	1,558 29	104 20
ADOBE SYSTEMS INC CMN (00724F101)	04/22/2009	04/16/2010	56 00	1,911 25	0 00	1,359 43	551 82
ADOBE SYSTEMS INC CMN (00724F101)	02/08/2010	04/16/2010	44 00	1,501 69	0 00	1,421 67	80 02

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
ALLERGAN INC CMN (018490102)	01/20/2010	04/16/2010	42 00	2,620 75	0 00	2,558 77	61 98
ALLERGAN INC CMN (018490102)	03/25/2010	04/16/2010	28 00	1,747 17	0 00	1,799 82	(52 65)
ALTERA CORP CMN (021441100)	02/08/2010	04/16/2010	78 00	2,041 22	0 00	1,720 34	320 88
ALTERA CORP CMN (021441100)	02/09/2010	04/16/2010	82 00	2,145 90	0 00	1,811 56	334 34
APPLE, INC CMN (037833100)	06/09/2009	04/16/2010	2 00	498 03	0 00	288 17	209 86
APPLE, INC CMN (037833100)	06/18/2009	04/16/2010	23 00	5,727 36	0 00	3,160 21	2,567 15
BAXTER INTERNATIONAL INC CMN (071813109)	06/17/2009	04/16/2010	39 00	2,316 56	0 00	1,923 17	393 39
BAXTER INTERNATIONAL INC CMN (071813109)	09/11/2009	04/16/2010	43 00	2,554 15	0 00	2,435 16	118 99
BAXTER INTERNATIONAL INC CMN (071813109)	01/19/2010	04/16/2010	28 00	1,663 17	0 00	1,714 87	(51 70)
CISCO SYSTEMS, INC CMN (17275R102)	08/13/2009	04/16/2010	101 00	2,748 16	0 00	2,176 06	572 10
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	05/15/2009	04/16/2010	40 00	2,135 96	0 00	1,029 44	1,106 53
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	06/05/2009	04/16/2010	142 00	7,582 67	0 00	3,854 28	3,728 39
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/05/2009	04/16/2010	44 00	2,349 56	0 00	1,495 95	853 61
DOLBY LABORATORIES, INC CMN CLASS A (25659T107)	06/26/2009	04/16/2010	26 00	1,529 86	0 00	957 05	572 82
DOLBY LABORATORIES, INC CMN CLASS A (25659T107)	08/17/2009	04/16/2010	62 00	3,648 14	0 00	2,449 85	1,198 29
DOLBY LABORATORIES, INC CMN CLASS A (25659T107)	09/02/2009	04/16/2010	38 00	2,235 96	0 00	1,402 00	833 96
DOLBY LABORATORIES, INC CMN CLASS A (25659T107)	10/12/2009	04/16/2010	35 00	2,059 43	0 00	1,330 00	729 43
DOLBY LABORATORIES, INC CMN CLASS A (25659T107)	11/04/2009	04/16/2010	21 00	1,235 66	0 00	884 94	350 72
EXPEDITORS INTL WASH INC CMN (302130109)	02/23/2010	04/16/2010	87 00	3,450 36	0 00	3,216 36	234 00
EXPEDITORS INTL WASH INC CMN (302130109)	02/26/2010	04/16/2010	40 00	1,586 37	0 00	1,460 28	126 09
EXPEDITORS INTL WASH INC CMN (302130109)	03/08/2010	04/16/2010	40 00	1,586 37	0 00	1,464 34	122 03
EXPEDITORS INTL WASH INC CMN (302130109)	03/19/2010	04/16/2010	66 00	2,617 51	0 00	2,547 40	70 11
EXPEDITORS INTL WASH INC CMN (302130109)	04/15/2010	04/16/2010	39 00	1,546 71	0 00	1,551 38	(4 67)
INVESCO LTD CMN (G491BT108)	03/30/2010	04/16/2010	121 00	2,726 08	0 00	2,612 81	113 27
INVESCO LTD CMN (G491BT108)	04/06/2010	04/16/2010	116 00	2,613 43	0 00	2,573 14	40 29
NETAPP, INC CMN (64110D104)	10/08/2009	04/16/2010	125 00	4,487 42	0 00	3,429 77	1,057 65
NETAPP, INC CMN (64110D104)	10/20/2009	04/16/2010	64 00	2,297 56	0 00	1,838 39	459 17

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NETAPP, INC CMN (64110D104)	02/08/2010	04/16/2010	41 00	1,471 87	0 00	1,263 65	208 22
NETAPP, INC CMN (64110D104)	03/04/2010	04/16/2010	51 00	1,830 87	0 00	1,600 13	230 74
NORTHERN TRUST CORP CMN (665859104)	04/28/2009	04/16/2010	28 00	1,637 69	0 00	1,459 71	177 98
PEPSICO INC CMN (713448108)	10/02/2009	04/16/2010	27 00	1,791 96	0 00	1,649 45	142 51
PEPSICO INC CMN (713448108)	10/22/2009	04/16/2010	25 00	1,659 22	0 00	1,525 35	133 87
PRICELINE COM INC CMN (741503403)	01/21/2010	04/16/2010	13 00	3,385 40	0 00	2,696 73	688 67
PRICELINE COM INC CMN (741503403)	02/01/2010	04/16/2010	12 00	3,124 99	0 00	2,427 01	697 98
PRICELINE COM INC CMN (741503403)	03/25/2010	04/16/2010	12 00	3,124 99	0 00	3,055 20	69 79
ROCKWELL COLLINS, INC CMN (774341101)	04/07/2010	04/16/2010	42 00	2,698 45	0 00	2,636 18	62 27
SCHLUMBERGER LTD CMN (806857108)	03/29/2010	04/16/2010	54 00	3,594 72	0 00	3,402 73	191 99
SCHLUMBERGER LTD CMN (806857108)	04/07/2010	04/16/2010	25 00	1,664 22	0 00	1,657 04	7 18
SCHLUMBERGER LTD CMN (806857108)	04/15/2010	04/16/2010	40 00	2,662 75	0 00	2,675 70	(12 95)
STATE STREET CORPORATION (NEW) CMN (857477103)	05/19/2009	04/16/2010	47 00	2,241 39	0 00	2,034 44	206 96
STATE STREET CORPORATION (NEW) CMN (857477103)	06/05/2009	04/16/2010	45 00	2,146 01	0 00	2,147 47	(1 46)
STATE STREET CORPORATION (NEW) CMN (857477103)	06/17/2009	04/16/2010	9 00	429 20	0 00	411 20	18 00
STATE STREET CORPORATION (NEW) CMN (857477103)	06/22/2009	04/16/2010	23 00	1,096 85	0 00	1,040 24	56 61
TARGET CORPORATION CMN (87612E106)	12/15/2009	04/16/2010	49 00	2,753 26	0 00	2,336 68	416 58
TARGET CORPORATION CMN (87612E106)	12/18/2009	04/16/2010	30 00	1,685 67	0 00	1,446 90	238 77
TARGET CORPORATION CMN (87612E106)	12/21/2009	04/16/2010	45 00	2,528 51	0 00	2,212 09	316 42
TARGET CORPORATION CMN (87612E106)	01/07/2010	04/16/2010	51 00	2,865 64	0 00	2,556 75	308 89
TARGET CORPORATION CMN (87612E106)	04/08/2010	04/16/2010	38 00	2,135 18	0 00	2,116 80	18 38
VARIAN MEDICAL SYSTEMS INC CMN (92220P105)	07/30/2009	04/16/2010	36 00	2,054 84	0 00	1,242 31	812 54
VARIAN MEDICAL SYSTEMS INC CMN (92220P105)	11/03/2009	04/16/2010	49 00	2,796 87	0 00	2,080 96	715 91
VISA INC CMN CLASS A (92826C839)	02/08/2010	04/16/2010	18 00	1,699 35	0 00	1,511 56	187 79
VISA INC CMN CLASS A (92826C839)	03/08/2010	04/16/2010	19 00	1,793 76	0 00	1,718 59	75 17
VISA INC CMN CLASS A (92826C839)	03/25/2010	04/16/2010	16 00	1,510 53	0 00	1,452 18	58 35
NET SHORT TERM GAINS (LOSSES)				**175,691.06**	**0.00**	**147,062.29**	**28,628.80**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
CHARLES SCHWAB CORPORATION CMN (808513105)	04/02/2009	04/06/2010	60 00	1,134 15	0 00	942 00	192 15
GENZYME CORP CMN (372917104)	04/02/2009	04/07/2010	114 00	5,946 68	0 00	6,542 11	(595 42)
MONSANTO COMPANY CMN (61166W101)	04/02/2009	04/08/2010	33 00	2,278 76	0 00	2,811 60	(532 84)
MONSANTO COMPANY CMN (61166W101)	04/02/2009	04/15/2010	60 00	3,945 21	0 00	5,112 00	(1,166 79)
ADOBE SYSTEMS INC CMN (00724F101)	04/02/2009	04/16/2010	120 00	4,095 53	0 00	2,733 60	1,361 93
APPLE, INC CMN (037833100)	04/02/2009	04/16/2010	33 00	8,217 52	0 00	3,633 96	4,583 56
BARD C R INC N J CMN (067383109)	04/02/2009	04/16/2010	83 00	7,131 23	0 00	6,647 94	483 29
CELGENE CORPORATION CMN (151020104)	04/02/2009	04/16/2010	329 00	19,844 35	0 00	12,972 47	6,871 88
CHARLES SCHWAB CORPORATION CMN (808513105)	04/02/2009	04/16/2010	277 00	5,290 61	0 00	4,348 90	941 71
CISCO SYSTEMS, INC CMN (17275R102)	04/02/2009	04/16/2010	267 00	7,264 95	0 00	4,773 96	2,490 99
GEN-PROBE INCORPORATED CMN (36866T103)	04/02/2009	04/16/2010	148 00	7,175 92	0 00	6,919 00	256 92
GOOGLE, INC CMN CLASS A (38259P508)	04/02/2009	04/16/2010	27 00	15,284 98	0 00	9,823 84	5,461 14
INTUITIVE SURGICAL, INC CMN (46120E602)	04/02/2009	04/16/2010	19 00	7,192 32	0 00	1,842 99	5,349 34
MONSANTO COMPANY CMN (61166W101)	04/02/2009	04/16/2010	52 00	3,383 06	0 00	4,430 40	(1,047 34)
NORTHERN TRUST CORP CMN (665859104)	04/02/2009	04/16/2010	21 00	1,228 27	0 00	1,305 15	(76 88)
NOVO-NORDISK A/S ADR ADR CMN (670100205)	04/02/2009	04/16/2010	137 00	11,040 64	0 00	6,876 03	4,164 61
PEPSICO INC CMN (713448108)	04/02/2009	04/16/2010	73 00	4,844 92	0 00	3,853 80	991 12
SEI INVESTMENTS CO CMN (784117103)	04/02/2009	04/16/2010	325 00	7,764 11	0 00	4,146 03	3,618 08
STRYKER CORP CMN (863667101)	04/02/2009	04/16/2010	165 00	9,538 48	0 00	5,553 90	3,984 58
VARIAN MEDICAL SYSTEMS INC CMN (92220P105)	04/02/2009	04/16/2010	119 00	6,792 40	0 00	3,683 05	3,109 35
VISA INC CMN CLASS A (92826C839)	04/02/2009	04/16/2010	50 00	4,720 42	0 00	2,786 00	1,934 42
NET LONG TERM GAINS (LOSSES)				**144,114.51**	**0.00**	**101,738.73**	**42,375.80**

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	12,091 06	Net Long Term Gains (Losses)	51,893 64	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**12,091 06**	**Total Long Term Gains (Losses)**	**51,893 64**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
SOUTHWEST AIRLINES CO CMN (844741108)	04/02/2009	01/05/2010	110 00	1,292 03	0 00	741 21	550 82
AVERY DENNISON CORPORATION CMN (053611109)	04/02/2009	02/02/2010	26 00	872 33	0 00	614 80	257 53
SOUTHWEST AIRLINES CO CMN (844741108)	04/02/2009	02/12/2010	197 00	2,348 58	0 00	1,327 44	1,021 14
AVERY DENNISON CORPORATION CMN (053611109)	04/02/2009	02/18/2010	67 00	2,144 65	0 00	1,584 29	560 36
HANESBRANDS INC CMN (410345102)	10/30/2009	03/01/2010	47 00	1,230 90	0 00	1,033 36	197 54
CARDINAL HEALTH INC CMN (14149Y108)	04/02/2009	03/05/2010	39 00	1,386 37	0 00	910 26	476 12
CISCO SYSTEMS, INC CMN (17275R102)	04/02/2009	03/09/2010	98 00	2,571 32	0 00	1,776 80	794 52
CARDINAL HEALTH INC CMN (14149Y108)	04/02/2009	03/17/2010	5 00	177 54	0 00	116 70	60 84
CARDINAL HEALTH INC CMN (14149Y108)	04/02/2009	03/18/2010	33 00	1,172 77	0 00	770 22	402 55
3M COMPANY CMN (88579Y101)	03/09/2010	04/16/2010	29 00	2,431 60	0 00	2,373 51	58 09
ALLSTATE CORPORATION COMMON STOCK (020002101)	08/07/2009	04/16/2010	40 00	1,349 57	0 00	1,104 42	245 15
APACHE CORP CMN (037411105)	07/14/2009	04/16/2010	17 00	1,782 59	0 00	1,210 42	572 17
BAXTER INTERNATIONAL INC CMN (071813109)	06/02/2009	04/16/2010	58 00	3,431 80	0 00	2,808 97	622 83
BAXTER INTERNATIONAL INC CMN (071813109)	09/30/2009	04/16/2010	20 00	1,183 38	0 00	1,123 09	60 29
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	07/14/2009	04/16/2010	25 00	1,625 41	0 00	1,307 19	318 22
DOMINION RESOURCES, INC CMN (25746U109)	04/16/2009	04/16/2010	41 00	1,692 86	0 00	1,239 54	453 32
JPMORGAN CHASE & CO CMN (46625H100)	12/11/2009	04/16/2010	83 00	3,768 14	0 00	3,398 28	369 85
JPMORGAN CHASE & CO CMN (46625H100)	01/11/2010	04/16/2010	23 00	1,044 18	0 00	1,021 17	23 01
JPMORGAN CHASE & CO CMN (46625H100)	04/15/2010	04/16/2010	47 00	2,133 76	0 00	2,246 64	(112 88)
KLA-TENCOR CORPORATION CMN (482480100)	01/28/2010	04/16/2010	62 00	2,045 34	0 00	1,815 94	229 40
MARSH & MCLENNAN CO INC CMN (571748102)	05/07/2009	04/16/2010	153 00	3,798 92	0 00	3,179 10	619 82

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
MERCK & CO , INC CMN (58933Y105)	10/20/2009	04/16/2010	122 00	4,360 20	0 00	4,133 85	226 35
PEPSICO INC CMN (713448108)	05/04/2009	04/16/2010	49 00	3,245 16	0 00	2,405 46	839 70
PEPSICO INC CMN (713448108)	03/09/2010	04/16/2010	34 00	2,251 75	0 00	2,189 81	61 94
PFIZER INC CMN (717081103)	10/15/2009	04/16/2010	124 00	2,098 04	0 00	2,196 14	(98 10)
PRUDENTIAL FINANCIAL INC CMN (744320102)	11/10/2009	04/16/2010	90 00	5,591 60	0 00	4,272 21	1,319 39
QUEST DIAGNOSTICS INCORPORATED CMN (74834L100)	04/09/2010	04/16/2010	42 00	2,468 29	0 00	2,437 39	30 90
RAYTHEON CO CMN (755111507)	09/24/2009	04/16/2010	65 00	3,782 93	0 00	3,087 03	695 90
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	06/23/2009	04/16/2010	34 00	951 30	0 00	506 86	444 44
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	07/08/2009	04/16/2010	27 00	755 45	0 00	403 68	351 77
THE TRAVELERS COMPANIES, INC CMN (89417E109)	04/16/2010	04/16/2010	23 00	1,200 58	0 00	1,219 67	(19 09)
WAL MART STORES INC CMN (931142103)	07/02/2009	04/16/2010	63 00	3,416 43	0 00	3,018 46	397 97
WAL MART STORES INC CMN (931142103)	08/20/2009	04/16/2010	23 00	1,247 27	0 00	1,188 07	59 20
NET SHORT TERM GAINS (LOSSES)				**70,853.04**	**0.00**	**58,761.98**	**12,091.06**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	04/02/2009	04/15/2010	65 00	1,954 58	0 00	872 00	1,082 58
ABBOTT LABORATORIES CMN (002824100)	04/02/2009	04/16/2010	127 00	6,628 28	0 00	5,885 47	742 81
ALLIANCE DATA SYSTEMS CORPORAT CMN (018581108)	04/02/2009	04/16/2010	34 00	2,248 72	0 00	1,300 66	948 06
ALLSTATE CORPORATION COMMON STOCK (020002101)	04/02/2009	04/16/2010	38 00	1,282 10	0 00	792 02	490 07
ANADARKO PETROLEUM CORP CMN (032511107)	04/02/2009	04/16/2010	142 00	10,422 62	0 00	6,055 76	4,366 86
APACHE CORP CMN (037411105)	04/02/2009	04/16/2010	87 00	9,122 66	0 00	6,023 31	3,099 36
CISCO SYSTEMS, INC CMN (17275R102)	04/02/2009	04/16/2010	98 00	2,662 61	0 00	1,776 80	885 81
CONAGRA INC CMN (205887102)	04/02/2009	04/16/2010	206 00	5,125 19	0 00	3,504 83	1,620 37
DELL INC CMN (24702R101)	04/02/2009	04/16/2010	241 00	4,048 73	0 00	2,360 76	1,687 97
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	04/02/2009	04/16/2010	106 00	6,891 75	0 00	5,181 63	1,710 12

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
DOMINION RESOURCES, INC CMN (25746U109)	04/02/2009	04/16/2010	105 00	4,335 37	0 00	3,285 29	1,050 09
DOVER CORPORATION CMN (260003108)	04/02/2009	04/16/2010	112 00	5,362 46	0 00	3,132 17	2,230 29
FLUOR CORPORATION CMN (343412102)	04/02/2009	04/16/2010	41 00	2,074 97	0 00	1,526 04	548 93
GENERAL MILLS INC CMN (370334104)	04/02/2009	04/16/2010	66 00	4,633 12	0 00	3,401 12	1,232 01
ILLINOIS TOOL WORKS CMN (452308109)	04/02/2009	04/16/2010	96 00	4,699 12	0 00	3,140 95	1,558 17
JOHNSON & JOHNSON CMN (478160104)	04/02/2009	04/16/2010	88 00	5,732 22	0 00	4,674 05	1,058 18
KIMBERLY CLARK CORP CMN (494368103)	04/02/2009	04/16/2010	71 00	4,384 88	0 00	3,461 36	923 52
KLA-TENCOR CORPORATION CMN (482480100)	04/02/2009	04/16/2010	93 00	3,068 02	0 00	1,975 55	1,092 46
MC DONALDS CORP CMN (580135101)	04/02/2009	04/16/2010	72 00	4,951 35	0 00	4,037 49	913 86
MEDTRONIC INC CMN (585055106)	04/02/2009	04/16/2010	185 00	8,326 70	0 00	5,568 89	2,757 82
MICROSOFT CORPORATION CMN (594918104)	04/02/2009	04/16/2010	188 00	5,816 62	0 00	3,694 20	2,122 42
OCCIDENTAL PETROLEUM CORP CMN (674599105)	04/02/2009	04/16/2010	113 00	9,591 27	0 00	6,818 13	2,773 14
PARKER-HANNIFIN CORP CMN (701094104)	04/02/2009	04/16/2010	84 00	5,812 70	0 00	3,132 81	2,679 89
PEPSICO INC CMN (713448108)	04/02/2009	04/16/2010	27 00	1,788 15	0 00	1,434 14	354 01
PFIZER INC CMN (717081103)	04/02/2009	04/16/2010	253 00	4,280 69	0 00	3,535 01	745 67
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	04/02/2009	04/16/2010	110 00	6,946 38	0 00	5,443 10	1,503 29
SUNTRUST BANKS INC $1 00 PAR CMN (867914103)	04/02/2009	04/16/2010	19 00	531 61	0 00	254 89	276 72
SYSCO CORPORATION CMN (871829107)	04/02/2009	04/16/2010	166 00	4,928 45	0 00	3,856 33	1,072 12
THE BANK OF NY MELLON CORP CMN (064058100)	04/02/2009	04/16/2010	96 00	2,972 10	0 00	2,802 60	169 50
THE TRAVELERS COMPANIES, INC CMN (89417E109)	04/02/2009	04/16/2010	93 00	4,854 51	0 00	3,938 16	916 35
TRANSOCEAN LTD CMN (H8817H100)	04/02/2009	04/16/2010	25 00	2,156 46	0 00	1,564 76	591 70
U S BANCORP CMN (902973304)	04/02/2009	04/16/2010	89 00	2,395 83	0 00	1,404 42	991 41
UNITED TECHNOLOGIES CORP CMN (913017109)	04/02/2009	04/16/2010	114 00	8,387 97	0 00	5,161 09	3,226 88
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	04/02/2009	04/16/2010	145 00	4,441 27	0 00	3,045 20	1,396 07
WELLS FARGO & CO (NEW) CMN (949746101)	04/02/2009	04/16/2010	127 00	4,053 77	0 00	2,039 62	2,014 15
XTO ENERGY INC CMN (98385X106)	04/02/2009	04/16/2010	73 00	3,490 07	0 00	2,429 09	1,060 98
NET LONG TERM GAINS (LOSSES)				**170,403.30**	**0.00**	**118,509.70**	**51,893.64**

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Goldman Sachs

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	14,040 76	Net Long Term Gains (Losses)	50,567 00	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**14,040.76**	**Total Long Term Gains (Losses)**	**50,567.00**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
AGCO CORP CMN (001084102)	04/02/2009	01/05/2010	10 00	334 11	0 00	224 65	109 47
DARLING INTERNATIONAL INC CMN (237266101)	04/02/2009	01/05/2010	170 00	1,520 13	0 00	747 75	772 39
NEWPORT CORP CMN (651824104)	04/02/2009	01/13/2010	5 00	45 02	0 00	23 95	21 07
NEWPORT CORP CMN (651824104)	04/02/2009	01/14/2010	10 00	90 12	0 00	47 90	42 22
BRINK'S HOME SECURITY HOLDINGS CMN (109699108)	04/02/2009	01/19/2010	130 00	5,382 60	0 00	3,183 09	2,199 51
BRINK'S HOME SECURITY HOLDINGS CMN (109699108)	05/14/2009	01/19/2010	5 00	207 02	0 00	133 35	73 67
BRINK'S HOME SECURITY HOLDINGS CMN (109699108)	09/25/2009	01/19/2010	15 00	621 07	0 00	460 17	160 90
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (198516106)	04/02/2009	02/02/2010	10 00	438 37	0 00	331 15	107 23
CHATTEM INC CMN (162456107)	10/01/2009	02/10/2010	35 00	3,272 50	0 00	2,286 63	985 87
CHATTEM INC CMN (162456107)	10/30/2009	02/10/2010	10 00	935 00	0 00	637 46	297 54
CASCADE CORP CMN (147195101)	05/12/2009	02/24/2010	25 00	690 66	0 00	628 41	62 25
CASCADE CORP CMN (147195101)	05/12/2009	03/01/2010	15 00	422 52	0 00	377 05	45 47
NEWPORT CORP CMN (651824104)	04/02/2009	03/11/2010	55 00	640 63	0 00	263 46	377 17
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (167250109)	04/02/2009	03/26/2010	20 00	464 13	0 00	144 18	319 95
NORDSON CORP CMN (655663102)	04/02/2009	03/26/2010	5 00	343 25	0 00	164 24	179 01
AFFILIATED MANAGERS GROUP INC CMN (008252108)	09/30/2009	04/16/2010	5 00	411 49	0 00	326 67	84 82
AGCO CORP CMN (001084102)	09/30/2009	04/16/2010	25 00	948 73	0 00	695 91	252 82
CASCADE CORP CMN (147195101)	05/12/2009	04/16/2010	15 00	509 33	0 00	377 05	132 28
CASCADE CORP CMN (147195101)	05/12/2009	04/16/2010	140 00	4,753 71	0 00	3,519 10	1,234 62
CASCADE CORP CMN (147195101)	06/05/2009	04/16/2010	15 00	509 33	0 00	382 76	126 57
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (167250109)	08/21/2009	04/16/2010	5 00	121 00	0 00	75 51	45 49

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (167250109)	12/07/2009	04/16/2010	30 00	725 98	0 00	531 81	194 17
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (198516106)	05/11/2009	04/16/2010	5 00	280 50	0 00	155 85	124 65
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (198516106)	11/24/2009	04/16/2010	10 00	560 99	0 00	381 42	179 57
DARLING INTERNATIONAL INC CMN (237266101)	08/21/2009	04/16/2010	85 00	807 72	0 00	615 89	191 83
DARLING INTERNATIONAL INC CMN (237266101)	10/27/2009	04/16/2010	25 00	237 56	0 00	180 33	57 23
DARLING INTERNATIONAL INC CMN (237266101)	02/01/2010	04/16/2010	50 00	475 13	0 00	407 45	67 68
DARLING INTERNATIONAL INC CMN (237266101)	02/02/2010	04/16/2010	25 00	237 56	0 00	205 10	32 46
JAMES RIVER COAL COMPANY CMN (470355207)	03/29/2010	04/16/2010	20 00	323 64	0 00	319 91	3 73
JAMES RIVER COAL COMPANY CMN (470355207)	04/01/2010	04/16/2010	45 00	728 19	0 00	741 91	(13 72)
JO-ANN STORES, INC CMN (47758P307)	10/09/2009	04/16/2010	25 00	1,108 73	0 00	742 34	366 39
JO-ANN STORES, INC CMN (47758P307)	10/09/2009	04/16/2010	15 00	665 23	0 00	445 40	219 83
JO-ANN STORES, INC CMN (47758P307)	10/09/2009	04/16/2010	10 00	443 49	0 00	296 94	146 56
JO-ANN STORES, INC CMN (47758P307)	10/30/2009	04/16/2010	25 00	1,108 73	0 00	669 42	439 31
JO-ANN STORES, INC CMN (47758P307)	11/02/2009	04/16/2010	15 00	665 24	0 00	400 19	265 05
JO-ANN STORES, INC CMN (47758P307)	11/02/2009	04/16/2010	10 00	443 49	0 00	266 79	176 70
JO-ANN STORES, INC CMN (47758P307)	11/25/2009	04/16/2010	30 00	1,330 47	0 00	1,015 46	315 01
JO-ANN STORES, INC CMN (47758P307)	11/27/2009	04/16/2010	15 00	665 24	0 00	504 39	160 85
JO-ANN STORES, INC CMN (47758P307)	11/30/2009	04/16/2010	10 00	443 49	0 00	327 07	116 42
KOPPERS HOLDINGS, INC CMN (50060P106)	08/21/2009	04/16/2010	15 00	420 67	0 00	423 76	(3 09)
KOPPERS HOLDINGS, INC CMN (50060P106)	03/29/2010	04/16/2010	5 00	140 22	0 00	145 80	(5 57)
KOPPERS HOLDINGS, INC CMN (50060P106)	03/29/2010	04/16/2010	15 00	420 67	0 00	437 39	(16 72)
KOPPERS HOLDINGS, INC CMN (50060P106)	03/29/2010	04/16/2010	10 00	280 44	0 00	291 59	(11 15)
MIDDLEBY CORP CMN (596278101)	08/21/2009	04/16/2010	20 00	1,175 10	0 00	1,005 54	169 56
MIDDLEBY CORP CMN (596278101)	08/24/2009	04/16/2010	5 00	293 77	0 00	257 71	36 07
MIDDLEBY CORP CMN (596278101)	09/30/2009	04/16/2010	15 00	881 33	0 00	819 29	62 03
MIDDLEBY CORP CMN (596278101)	09/30/2009	04/16/2010	10 00	587 55	0 00	546 20	41 35
MIDDLEBY CORP CMN (596278101)	10/01/2009	04/16/2010	5 00	293 77	0 00	263 38	30 40

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
MIDDLEBY CORP CMN (596278101)	10/01/2009	04/16/2010	5 00	293 77	0 00	263 38	30 40
MIDDLEBY CORP CMN (596278101)	10/01/2009	04/16/2010	10 00	587 55	0 00	526 75	60 80
MIDDLEBY CORP CMN (596278101)	11/02/2009	04/16/2010	5 00	293 77	0 00	222 28	71 49
MIDDLEBY CORP CMN (596278101)	12/30/2009	04/16/2010	5 00	293 78	0 00	239 54	54 24
MIDDLEBY CORP CMN (596278101)	12/31/2009	04/16/2010	10 00	587 55	0 00	486 88	100 67
MIDDLEBY CORP CMN (596278101)	02/01/2010	04/16/2010	10 00	587 55	0 00	453 75	133 81
MIDDLEBY CORP CMN (596278101)	02/01/2010	04/16/2010	5 00	293 77	0 00	226 87	66 90
NORDSON CORP CMN (655663102)	05/04/2009	04/16/2010	5 00	360 04	0 00	187 75	172 29
NORDSON CORP CMN (655663102)	07/30/2009	04/16/2010	5 00	360 04	0 00	229 00	131 04
SMITHFIELD FOODS INC CMN (832248108)	08/21/2009	04/16/2010	15 00	309 98	0 00	182 66	127 32
SMITHFIELD FOODS INC CMN (832248108)	08/21/2009	04/16/2010	90 00	1,859 92	0 00	1,095 97	763 95
SMITHFIELD FOODS INC CMN (832248108)	01/11/2010	04/16/2010	15 00	309 99	0 00	246 68	63 31
TRACTOR SUPPLY CO CMN (892356106)	05/11/2009	04/16/2010	5 00	334 65	0 00	184 14	150 51
TRACTOR SUPPLY CO CMN (892356106)	09/25/2009	04/16/2010	10 00	669 31	0 00	476 38	192 93
TRACTOR SUPPLY CO CMN (892356106)	10/27/2009	04/16/2010	10 00	669 30	0 00	459 90	209 40
TRACTOR SUPPLY CO CMN (892356106)	10/27/2009	04/16/2010	5 00	334 65	0 00	229 95	104 70
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	08/21/2009	04/16/2010	25 00	608 24	0 00	389 60	218 64
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	12/31/2009	04/16/2010	20 00	486 59	0 00	351 34	135 25
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	01/22/2010	04/16/2010	20 00	486 59	0 00	340 37	146 22
URS CORPORATION CMN (903236107)	08/21/2009	04/16/2010	25 00	1,247 59	0 00	1,154 69	92 90
URS CORPORATION CMN (903236107)	09/25/2009	04/16/2010	5 00	249 51	0 00	212 44	37 07
NET SHORT TERM GAINS (LOSSES)				**49,629.76**	**0.00**	**35,589.09**	**14,040.76**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
SMITHFIELD FOODS INC CMN (832248108)	04/02/2009	04/13/2010	20 00	397 86	0 00	205 95	191 91

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	04/02/2009	04/13/2010	45 00	1,017 17	0 00	477 81	539 36
AFFILIATED MANAGERS GROUP INC CMN (008252108)	04/02/2009	04/16/2010	5 00	411 49	0 00	229 19	182 30
AFFILIATED MANAGERS GROUP INC CMN (008252108)	04/02/2009	04/16/2010	85 00	6,995 38	0 00	3,896 27	3,099 11
AGCO CORP CMN (001084102)	04/02/2009	04/16/2010	25 00	948 73	0 00	561 61	387 12
AGCO CORP CMN (001084102)	04/02/2009	04/16/2010	175 00	6,641 14	0 00	3,931 29	2,709 85
ARCH CHEMICAL INC CMN (03937R102)	04/02/2009	04/16/2010	230 00	8,106 67	0 00	4,826 71	3,279 96
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (167250109)	04/02/2009	04/16/2010	5 00	120 99	0 00	36 05	84 94
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (167250109)	04/02/2009	04/16/2010	325 00	7,864 86	0 00	2,342 99	5,521 88
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (198516106)	04/02/2009	04/16/2010	5 00	280 49	0 00	165 57	114 92
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (198516106)	04/02/2009	04/16/2010	115 00	6,451 39	0 00	3,808 17	2,643 22
DARLING INTERNATIONAL INC CMN (237266101)	04/02/2009	04/16/2010	25 00	237 56	0 00	109 96	127 60
DARLING INTERNATIONAL INC CMN (237266101)	04/02/2009	04/16/2010	85 00	807 71	0 00	373 87	433 84
DARLING INTERNATIONAL INC CMN (237266101)	04/02/2009	04/16/2010	615 00	5,844 06	0 00	2,705 08	3,138 98
JAMES RIVER COAL COMPANY CMN (470355207)	04/02/2009	04/16/2010	20 00	323 64	0 00	281 71	41 93
JAMES RIVER COAL COMPANY CMN (470355207)	04/02/2009	04/16/2010	45 00	728 18	0 00	633 86	94 32
JAMES RIVER COAL COMPANY CMN (470355207)	04/02/2009	04/16/2010	220 00	3,560 05	0 00	3,098 85	461 19
KOPPERS HOLDINGS, INC CMN (50060P106)	04/02/2009	04/16/2010	30 00	841 34	0 00	511 49	329 86
KOPPERS HOLDINGS, INC CMN (50060P106)	04/02/2009	04/16/2010	145 00	4,066 48	0 00	2,472 18	1,594 30
KOPPERS HOLDINGS, INC CMN (50060P106)	04/06/2009	04/16/2010	10 00	280 45	0 00	155 48	124 97
NEWPORT CORP CMN (651824104)	04/02/2009	04/16/2010	350 00	4,819 66	0 00	1,676 57	3,143 09
NORDSON CORP CMN (655663102)	04/02/2009	04/16/2010	105 00	7,560 92	0 00	3,449 07	4,111 85
NORDSON CORP CMN (655663102)	04/06/2009	04/16/2010	5 00	360 04	0 00	157 55	202 49
OGE ENERGY CORP (HOLDING CO) CMN (670837103)	04/02/2009	04/16/2010	190 00	7,554 27	0 00	4,643 46	2,910 81
POLARIS INDS INC CMN (731068102)	04/02/2009	04/16/2010	145 00	8,055 42	0 00	3,765 11	4,290 31
SMITHFIELD FOODS INC CMN (832248108)	04/02/2009	04/16/2010	300 00	6,199 75	0 00	3,089 19	3,110 56
TRACTOR SUPPLY CO CMN (892356106)	04/02/2009	04/16/2010	15 00	1,003 96	0 00	590 33	413 63
TRACTOR SUPPLY CO CMN (892356106)	04/02/2009	04/16/2010	90 00	6,023 76	0 00	3,542 00	2,481 76

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	04/02/2009	04/16/2010	25 00	608 23	0 00	265 45	342 78
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	04/02/2009	04/16/2010	20 00	486 59	0 00	212 36	274 23
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	04/02/2009	04/16/2010	20 00	486 59	0 00	212 36	274 23
TRINITY INDUSTRIES INC (DEL) CMN (896522109)	04/02/2009	04/16/2010	235 00	5,717 45	0 00	2,495 21	3,222 24
URS CORPORATION CMN (903236107)	04/02/2009	04/16/2010	25 00	1,247 58	0 00	1,098 14	149 44
URS CORPORATION CMN (903236107)	04/02/2009	04/16/2010	90 00	4,491 32	0 00	3,953 30	538 02
NET LONG TERM GAINS (LOSSES)				**110,541.18**	**0.00**	**59,974.19**	**50,567.00**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIDELITY	11.	11.
GOLDMAN SACHS #34425	491.	491.
GOLDMAN SACHS #34426	1,583.	1,583.
GOLDMAN SACHS #34427	638.	638.
GOLDMAN SACHS #34438	2.	2.
GRESHAM GLOBAL EQUITY STRATEGIES, LP-INT	8,842.	8,842.
GRESHAM GLOBAL EQUITY STRATEGIES, LP-DIV	6,519.	6,519.
GRESHAM GLOBAL EQUITY STRATEGIES, LP-T/E	3.	3.
TOTAL	18,089.	18,089.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GRESHAM GLOBAL EQUITY STRATEGIES, LP -		
ORDINARY INCOME/LOSS	-26.	-26.
ROYALTIES	36.	36.
OTHER INCOME	174.	174.
NET RENTAL INCOME/LOSS	-187.	-187.
SECTION 1231 LOSS	-25.	-25.
TOTALS	-28.	-28.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GOULD & RATNER		7,549.			
	TOTALS	7,549.	0.	0.	0.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GRESHAM GLBL EQUTY STRAT., LP	5,336.	5,336.
TOTALS	5,336.	5,336.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX PAID	417.	417.
FEDERAL TAX	5,261.	
TOTALS	5,678.	417.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK FEES	134.	134.
GS #34425 - INV MGT FEES	1,195.	1,195.
GS #34426 - INV MGT FEES	1,585.	1,585.
GS #34427 - INV MGT FEES	1,693.	1,693.
FILING FEES	25.	25.
INVESTMENT EXPENSES - GRESHAM	13,927.	13,927.
TOTALS	18,559.	18,559.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

THERMO FISHER SCIENTIFIC INC
AFFILIATED MANAGERS GROUP INC
AGCO CORP
ARCH CHEMICAL INC
BRINK'S HOME SECURITY
CASCADE CORP
CHATTEM INC
COLUMBIA SPORTSWEAR COMPANY
DARLING INTERNATIONAL INC
JAMES RIVER COAL COMPANY
JO-ANN STORES INC
KOPPERS HOLDINGS INC
MIDDLEBY CORP
NEWPORT CORP
NORDSON CORP
OGE ENERGY CORP
POLARIS INDS INC
SMITHFIELD FOODS INC
TRACTOR SUPPLY CO
TRINITY INDUSTRIES INC
URS CORPORATION
CHICAGO BRIDGE & IRON COMPANY
ABBOTT LABORATORIES
ALLIANCE DATA SYSTEMS
ALLSTATE CORPORATION
ANADARKO PETROLEUM CORP
APACHE CORP
AVERY DENNISON CORPORATION
BAXTER INTERNATIONAL
CARDINAL HEALTHCARE INC
CISCO SYSTEMS INC

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

CONAGRA INC
DELL INC
DEVON ENERGY CORPORATION
DOMINION RESOURCES
DOVER CORPORATION
FLUOR CORPORATION
GENERAL MILLS INC
HANESBRANDS INC
ILLINOIS TOOL WORKS
JOHNSON & JOHNSON
JPMORGAN CHASE & CO
KIMBERLY CLARK CORP
KLA-TENCOR CORPORATION
MARSH & MCLENNON CO INC
MCDONALDS CORP
MEDTRONIC & CO INC
MERCK & CO
MICROSOFT CORPORATION
OCCIDENTAL PETROLEUM CORP
PARKER-HANNIFIN CORP
PEPSICO INC
PFIZER INC
PROCTER & GAMBLE COMPANY
PRUDENTIAL FINANCIAL INC
RAYTHEON CO
SOUTHWEST AIRLINES CO
SUNTRUST BANKS INC
SYSCO CORPORATION
THE BANK OF NY MELLON CORP
THE TRAVELERS COMPANIES INC
TRANSOCEAN LTD

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

US BANCORP
UNITED TECHNOLOGIES CORP
UNITEDHEALTH GROUP INC
WALMART STORES INC
WELLS FARGO & CO
XTO ENERGY INC
ADOBE SYSTEMS INC
APPLE INC
BARD C R INC
BAXTER INTERNATIONAL INC
CELGENE CORPORATION
CHARLES SCHWAB CORPORATION
CISCO SYSTEMS INC
COGNIZANT TECHNOLOGY SOLUTIONS
CVS CAREMARK CORPORATION
DOLBY LABORATORIES INC
GEN-PROBE INCORPORATIED
GENZYME CORP
GOOGLE INC
INTUITIVE SURGICAL INC
MONSANTO COMPANY
NETAPP INC
NORTHERN TRUST CORP
PEPSICO INC
PHARMACEUTICAL PRODUCT DEVELOP
QUALCOMM INC
SEI INVESTMENTS CO
ST JUDE MEDICAL CENTER INC
STATE STREET CORPORATION
STRYKER CORP
TARGET CORPORATION

ATTACHMENT 7 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

VARIAN MEDICAL SYSTEMS INC
VISA INC
WESTERN UNION COMPANY
NESTLE SA SPONSORED ADR
NOVO-NORDISK A/S ADR

TOTALS

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GRESHAM GLBL EQUTY STRAT., LP	949,332.	949,332.
TOTALS	949,332.	949,332.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OVERPAID FEDERAL TAX	1,606.	1,606.
DUE FROM OTHERS	7,192.	7,192.
TOTALS	8,798.	8,798.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON SALE OF STOCK	34,769.
TOTAL	34,769.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
BRUCE KOEPFGEN 1180 WESTMOOR ROAD WINNETKA, IL 60093	DIR./PRES. 1.00	0.
THOMAS A. KORMAN 222 N. LASALLE ST. SUITE 800 CHICAGO, IL 60601	DIR./V.P. .20	0.
KRISTIN KOEPFGEN 1180 WESTMOOR ROAD WINNETKA, IL 60093	DIR./SEC'Y .50	0.
JOSEPH M. LAUB 222 N. LASALLE ST. SUITE 800 CHICAGO, IL 60601	TREASURER .10	0.
	GRAND TOTALS	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALABAMA WIDELIFE FEDERATION 3050 LANARK ROAD MILLBROOK, AL 36054	N/A PUBLIC	WILDLIFE PRESERVATION	100.
CHRIST CHURCH 470 MAPLE STREET WINNETKA, IL 60093	N/A PUBLIC	GENERAL WELFARE	13,600.
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE., FL. 17 CHICAGO, IL 60601	N/A PUBLIC	GENERAL WELFARE/MEDICAL RESEARCH	250.
CONVERSE COLLEGE 580 EAST MAIN STREET SPARTANBURG, SC 29302	N/A PUBLIC	EDUCATION	10,000.
CHICAGO BOTANICAL GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022	N/A PUBLIC	GENERAL WELFARE	2,200.
SPECIAL OLYMPICS 605 E. WILLOW STREET NORMAL, IL 61761-2682	N/A PUBLIC	GENERAL SUPPORT	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WINNETKA POLICE DEPARTMENT 510 GREEN BAY ROAD WINNETKA, IL 60093	N/A PUBLIC	GENERAL WELFARE	100.
JUNIOR BOARD OF RUSH UNIVERSITY MEDICAL CENTER 1725 W. HARRISON STREET, SUITE 545 CHICAGO, IL 60612	N/A PUBLIC	GENERAL SUPPORT	125.
HYDE PARK DAY SCHOOL 1375 E. 60TH STREET CHICAGO, IL 60637	N/A PUBLIC	CHILD WELFARE	100.
WOODBERRY FOREST SCHOOL 402 WOODBERRY STATION WOODBERRY FOREST, VA 22989	N/A PUBLIC	EDUCATION/GENERAL WELFARE	2,500.
HIGH JUMP CHICAGO 59 W. NORTH BLVD. CHICAGO, IL 60610-1492	N/A PUBLIC	TO PROVIDE ACADEMIC ENRICHMENT TO STUDENTS WITH LIMITED FAMILY INCOME	6,000.
THE ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVE. CHICAGO, IL 60603	N/A PUBLIC	GENERAL WELFARE	150.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KIDS WISH NETWORK 4060 LOUIS AVE., HOLIDAY, FL 34691	N/A PUBLIC	GENERAL WELFARE	30.
NATIONAL RIGHT TO WORK FOUNDATION 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	N/A PUBLIC	GENERAL WELFARE	100.
NEW YORK ATHLETIC CLUB 180 CENTRAL PARK SOUTH NEW YORK, NY 10019	N/A PUBLIC	GENERAL WELFARE	100.
AMERICAN ANTIQUARIAN SOCIETY 185 SALISBURY STREET WORCESTER, MA 01609-1634	N/A PUBLIC	PRESERVATION OF HISTORICAL COLLECTIONS	300.
NORTH SHORE ART LEAGUE 620 LINCOLN AVENUE WINNETKA, IL 60093	N/A PUBLIC	GENERAL WELFARE	300.
SOUTHERN METHODIST UNIVERSITY P.O. BOX 750305 DALLAS, TX 75275	N/A PUBLIC	GENERAL WELFARE	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE FOLDS OF HONOR FOUNDATION 5800 N. PATRIOT DRIVE OWASSO, OK 74055	N/A PUBLIC	EDUCATIONAL SCHOLARSHIPS TO SPOUSES AND CHILDREN OF KILLED OR DISABLED SERVICE MEMBERS	100.
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT STREET BOULDER, CO 80301	N/A PUBLIC	EDUCATION	50.
W2W P.O. BOX 4775 PAWLEYS ISLAND, SC 29585	N/A PUBLIC	GENERAL SUPPORT	25.
		TOTAL CONTRIBUTIONS PAID	36,330.

Form **8868** (Rev January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization THE KOEPFGEN FOUNDATION C/O THOMAS A. KORMAN	**Employer identification number** 36-3748470
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 222 N. LASALLE STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHICAGO, IL 60601	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THOMAS KORMAN

Telephone No ▶ 312 236-3003 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 11 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [X] calendar year 20 10 or
▶ [ ] tax year beginning ______, 20 __, and ending ______, 20 __

2 If the tax year entered in line 1 is for less than 12 months check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T 4720 or 6069 enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 11,867.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069 enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 6,867.
c	**Balance Due** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 5,000.

Caution If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Type or print	Name of exempt organization THE KOEPFGEN FOUNDATION C/O THOMAS A. KORMAN	**Employer identification number** 36-3748470
File by the extended due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 222 N. LASALLE STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHICAGO, IL 60601	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0|4]

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ THOMAS KORMAN
  Telephone No ▶ 312 236-3003 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15 , 20 11

5 For calendar year 2010 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension TAXPAYER REQUIRES ADDITIONAL TIME TO OBTAIN INFORMATION FROM PARTY SOURCES NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 11,867.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 6,867.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$ 5,000.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ ATTORNEY Date ▶ 05/13/2011